

Hearing Date: Tuesday July 30, 2013 at 10:00 a.m. (prevailing Eastern Time)
Objection Deadline: Friday July 26, 2013 at 12:00 p.m. (prevailing Eastern Time)

WHITE & CASE LLP
1155 Avenue of the Americas
New York, New York 10036-2787
Telephone: (212) 819-8200
Facsimile: (212) 354-8113
J. Christopher Shore
Dwight A. Healy

- and -

MILBANK, TWEED, HADLEY & MCCLOY LLP
1 Chase Manhattan Plaza
New York, New York 10005
Telephone: (212) 530-5000
Facsimile: (212) 530-5219
Gerard Uzzi
Dennis O'Donnell

Attorneys for the Ad Hoc Group

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:
	:
	Chapter 11 Case No.
RESIDENTIAL CAPITAL, LLC, et al.,	:
	:
	12-12020 (MG)
Debtors.	:
	:
	(Jointly Administered)
-----X	

**NOTICE OF SCHEDULING FOR MOTION OF THE AD HOC GROUP OF
JUNIOR SECURED NOTEHOLDERS FOR ENTRY OF AN ORDER (i) DIRECTING
EACH OF DEBTORS' COUNSEL, INCLUDING MORRISON & FOERSTER LLP,
OFFICIAL COMMITTEE COUNSEL, INCLUDING KRAMER LEVIN NAFTALIS &
FRANKEL LLP, AND THE DEBTORS' MANAGEMENT TO REMAIN STRICTLY
NEUTRAL IN ANY DISPUTE REGARDING CLAIMS BY AND BETWEEN ANY
DEBTORS, (ii) ORDERING THE LIMITED DISQUALIFICATION OF EACH OF THE
FOREGOING TO THE EXTENT NECESSARY TO EFFECTUATE THE FOREGOING,
AND (iii) GRANTING RELATED RELIEF**

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. On July 18, 2013, the Ad Hoc Group of Junior Secured Noteholders (the “Ad Hoc Group”), by and through its undersigned counsel, filed its motion for entry of an order in the above-captioned chapter 11 cases pursuant to 11 U.S.C. §§ 105, 327, and 363, (a) directing each of the Debtors’ counsel, including Morrison & Foerster LLP, counsel to the Official Committee of Unsecured Creditors, including Kramer Levin Naftalis & Frankel LLP, and the Debtors’ management to remain strictly neutral in any dispute in this Court regarding claims by and between any Debtors, (b) ordering the limited disqualification of each of the foregoing solely to the extent necessary to effectuate the foregoing, and (c) granting related relief [Docket No. 4289] and the Declaration of Dwight A Healy in Support of the Motion [Docket No. 4290] (together, the “Motion”).

2. At a status conference on Monday July 22, 2013 at 3:00 p.m., the Court set an expedited hearing and briefing schedule for the Motion.

3. A hearing to consider the Motion shall be held before the Honorable Martin Glenn, United States Bankruptcy Judge, in Room 501 of the United States Bankruptcy Court, Alexander Hamilton Custom House, One Bowling Green, New York, New York, 10004, on **Tuesday July 30, 2013 at 10:00 a.m. (prevailing Eastern Time)**.

4. Any objections to the Motion must be made in writing (an “Objection”), filed with the Court (with a copy to Chambers) and served in accordance with the Order Under Bankruptcy Code Sections 102(1), 105(a) and 105(d), Bankruptcy Rules 1015(c), 2002(m) and 9007 and Local Bankruptcy Rule 2002-2 Establishing Certain Notice, Case Management and Administrative Procedures (Doc. 141) (the “Case Management Order”), and served upon the Special Service List, as that term is defined in the Case Management Order, so as to be actually

received no later than **Friday July 26, 2013 at 12:00 p.m. (prevailing Eastern Time)** (the “Objection Deadline”).

5. The Ad Hoc Group’s reply in support of the Motion must be filed with the Court (with a copy to Chambers) and served in accordance with the Case Management Order, and served upon the Special Service List, as that term is defined in the Case Management Order, so as to be actually received no later than **Monday July 29, 2013 at 12:00 p.m. (prevailing Eastern Time)**.

6. If no Objections to the Motion are timely filed and served on or before the Objection Deadline, the Ad Hoc Group may submit to the Bankruptcy Court an order substantially in the form of the proposed order attached to the Motion as Exhibit A.

7. A Copy of the Motion can be obtained or viewed for a fee via PACER at www.pacer.gov or (without charge) on the Debtors’ restructuring website at www.kccllc.net/rescap.

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Dated: July 23, 2013
New York, New York

By: /s/ J. Christopher Shore
J. Christopher Shore
Dwight Healy
WHITE & CASE LLP
1155 Avenue of the Americas
New York, New York 10036-2787
Telephone: (212) 819-8200
Facsimile: (212) 354-8113

and

MILBANK, TWEED, HADLEY &
McCLOY LLP
Gerard Uzzi
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Attorneys for the Ad Hoc Group